

**In re MODEL IMPERIAL, INC., et al., Debtors  
Development Specialists, Inc.,  
an Illinois corporation, as Liquidating Trustee of the  
Model Imperial Liquidating Trust, Plaintiff,**

**v.**

**Hamilton Bank, N.A., Defendant**

**Nos. 96-32922-BKC-PGH, 96-32929-BKC-PGH**

**Adv. No. 98-3007-BKC-PGH-A**

**(Cite as: 250 B.R. 776)**

Payments which debtor made to lender through alleged corporate shell, as part of scheme to allow debtor to evade restrictions that revolving credit facility placed on its ability to borrow from third parties, were made with actual intent hinder, delay and defraud bank group that provided this revolving credit facility. The lender was a mere "subsequent transferee" and did not act in good faith or in accordance with its own credit policies, and could not assert "good faith" defense. Lender was guilty of such inequitable conduct as to warrant equitable subordination of its claim.